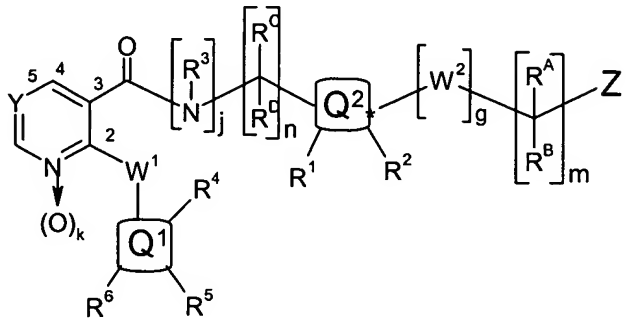
-Amendments to the Claims-

1. (Currently amended) A compound of Formula (1.0.0):



(1.0.0)

— wherein —

-g is ~~0 or~~ 1;

-j is ~~0 or~~ 1; ~~provided that when j is 0, n must be 2;~~

-k is 0 or 1

-m is 0, 1, or 2;

-n is 1 or 2;

-W^1 is –O–; ~~or –S(=O)$_t$–, where t is 0, 1, or 2; or –N(R^3)– where R^3 has the same meaning as defined below;~~

-W^2 is –O–; ~~–S(=O)$_t$–, where t is 0, 1, or 2; –N(R^3)– where R^3 has the same meaning as defined below, or –C$R^{29}R^{30}$–;~~

~~— where —~~

~~R^{29} and R^{30} are each a member independently selected from the group consisting of –H; –F; –CF_3; –(C_1-C_3) alkyl; –(C_3-C_6) cycloalkyl; phenyl; benzyl; and pyridyl; wherein said alkyl, cycloalkyl, phenyl, or benzyl, and pyridyl moieties are each independently substituted with 0 to 3 substituents R^{10}, where R^{10} has the same meaning as defined below;~~

-Y is =C($R^1{}_a$)- ~~, where $R^1{}_a$ has the same meaning as defined below; or –[N⇒(O)$_k$]– where k is 0 or 1;~~

~~— where —~~

--$R^1{}_a$ is a member selected from the group consisting of –H; –F; –Cl; –CN; $–NO_2$; –$(C_1$-$C_4)$ alkyl; –$(C_2$-$C_4)$ alkynyl; fluorinated–$(C_1$ -$C_3)$ alkyl; fluorinated-$(C_1$ -$C_3)$ alkoxy; -OR^{16}; and $–C(=O)NR^{22}{}_aR^{22}{}_b$;

— where —

---$R^{22}{}_a$ and $R^{22}{}_b$ are each independently –H; $–CH_3$; $–CH_2CH_3$; $–CH_2CH_2CH_3$; $-CH_2(CH_3)_2$; $–CH_2CH_2CH_2CH_3$; $–CH(CH_3)CH_2CH_3$; $–CH_2CH(CH_3)_2$; $–C(CH_3)_3$; cyclopropyl; cyclobutyl; or cyclopentyl;

-R^A and R^B are each a member independently selected from the group consisting of –H; –F; $–CF_3$; –$(C_1$-$C_4)$ alkyl; –$(C_3$-$C_7)$ cycloalkyl; phenyl; and benzyl; wherein said cycloalkyl, phenyl, and benzyl moieties are each independently substituted with 0 to 3 substituents R^{10};

— where —

--R^{10} is a member selected from the group consisting of phenyl; ~~pyridyl;~~ –F; -Cl; $-CF_3$; oxo (=O); $–OR^{16}$; $–NO_2$; –CN; $–C(=O)OR^{16}$; $-O-C(=O)R^{16}$; $–C(=O)NR^{16}R^{17}$; $-O-C(=O)NR^{16}R^{17}$; $–NR^{16}R^{17}$; $–NR^{16}C(=O)R^{17}$; $-NR^{16}C(=O)OR^{17}$; $–NR^{16}S(=O)_2R^{17}$; and $-S(=O)_2NR^{16}R^{17}$; where said phenyl ~~or pyridyl~~ is substituted by 0 to 3 R^{11};

— where —

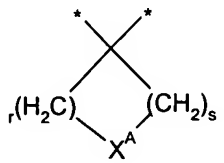
---R^{11} is –F; –Cl; $–CF_3$; –CN; $–NO_2$; –OH; –$(C_1$-$C_3)$ alkoxy; –$(C_1$-$C_3)$ alkyl; or $-NR^{16}R^{17}$;

— and —

----R^{16} and R^{17} are each a member independently selected from the group consisting of –H; –$(C_1$-$C_4)$ alkyl; –$(C_2$-$C_4)$ alkenyl; –$(C_3$-$C_6)$ cycloalkyl; phenyl; <u>and</u> benzyl; ~~and pyridyl;~~ wherein said alkyl, alkenyl, cycloalkyl, phenyl, <u>or</u> benzyl~~, or pyridyl~~ is substituted by 0 to 3 substituents selected from the group consisting of –F, –Cl, $–CF_3$, –CN, and –$(C_1$-$C_3)$ alkyl;

— or —

-R^A and R^B are taken together, but only in the case where m is 1, to form a spiro moiety of Formula (1.2.0):



(1.2.0)

— where —

--r and s are independently 0 to 4 provided that the sum of r + s is at least 1 but not greater than 5;

— and —

--X^A is selected from $-CH_2-$, $-CH(R^{11})-$, or $C(R^{11})_2-$, where each R^{11} is selected independently of the other and each has the same meaning as defined above; ~~$-NR^{15}-$, where R^{15} has the same meaning as defined below; $-O-$; and $-S(=O)_t-$, where t is 0, 1, or 2;~~

— and —

said spiro moiety of partial Formula (1.2.0) is substituted as to any one or more carbon atoms thereof, other than that defining X^A, by 0 to 3 substituents R^{14}, where R^{14} has the same meaning as defined below~~; as to a nitrogen atom thereof by 0 or 1 substituent R^{15}, where R^{15} has the same meaning as defined below; and as to a sulfur atom thereof by 0 or 2 oxygen atoms~~;

-R^C and R^D have the same meaning as defined above for R^A and R^B except that one of R^C or R^D ~~them~~ must be –H, and R^C and R^D ~~they~~ are selected independently of each other and of R^A and R^B;

-R^1 and R^2 may individually or together appear on any ring or rings comprising a meaning of the moiety Q as defined below; and R^1 and R^2 are each a member independently selected from the group consisting of –H; –F; –Cl; –CN; $-NO_2$; $-(C_1-C_4)$ alkyl; $-(C_2-C_4)$ alkynyl; fluorinated–(C_1-C_3) alkyl; $-OR^{16}$; and $-C(=O)NR^{22}{}_aR^{22}{}_b$; ~~where R^{16}, $R^{22}{}_a$, and $R^{22}{}_b$ have the same meanings as defined above;~~

-R^3 is –H; $-(C_1-C_3)$ alkyl; phenyl; benzyl; ~~or $-OR^{16}$, where R^{16} has the same meaning as defined above;~~

~~-R^4, R^5 and R^6 may individually or together appear on any ring or rings comprising a meaning of the moiety Q' as defined below; and~~

R^4~~, R^5 and R^6 are each a member independently~~ is selected from the group consisting of

— the following: —

-*(a)* –H; –F; –Cl; $-(C_2-C_4)$ alkynyl; $-R^{16}$; $-OR^{16}$; $-S(=O)_pR^{16}$; $-C(=O)R^{16}$; $-C(=O)OR^{16}$; $-OC(=O)R^{16}$; –CN; $-NO_2$; $-C(=O)NR^{16}R^{17}$; $-OC(=O)NR^{16}R^{17}$; $-NR^{22}{}_aC(=O)NR^{16}R^{17}$; $-NR^{22}{}_aC(=NR^{12})NR^{16}R^{17}$; $-NR^{22}{}_aC(=NCN)NR^{16}R^{17}$; $-NR^{22}{}_aC(=N-NO_2)NR^{16}R^{17}$; $-C(=NR^{22}{}_a)NR^{16}R^{17}$; $-CH_2C(=NR^{22}{}_a)NR^{16}R^{17}$; $-OC(=NR^{22}{}_a)NR^{16}R^{17}$; $-OC(=N-NO_2)NR^{16}R^{17}$; $-NR^{16}R^{17}$; $-CH_2NR^{16}R^{17}$; $-NR^{22}{}_aC(=O)R^{16}$; $-NR^{22}{}_aC(=O)OR^{16}$; $=NOR^{16}$; $-NR^{22}{}_aS(=O)_pR^{17}$ $-S(=O)_pNR^{16}R^{17}$; and $-CH_2C(=NR^{22}{}_a)NR^{16}R^{17}$;

— where —

--p is 0, 1, or 2; and $R^{22}{}_a$, R^{16}, and R^{17} have the same meanings as defined above;

-*(b)* $-(C_1-C_4)$ alkyl; and $-(C_1-C_4)$ alkoxy in the case where ~~one or more of~~ R^4~~, R^5, or R^6~~ has the meaning of $-OR^{16}$ under *(a)* above and R^{16} is defined as $-(C_1-C_4)$ alkyl; wherein said alkyl and alkoxy are each independently substituted with 0 to 3 substituents –F or –Cl; or 0 or 1 substituent (C_1-C_2) alkoxycarbonyl–; (C_1-C_2) alkylcarbonyl–; or (C_1-C_2) alkylcarbonyloxy–;

— and —

-(c) ~~an aryl or heterocyclyl~~ moiety selected from the group consisting of phenyl [[;]] or benzyl; ~~furanyl; tetrahydrofuranyl; oxetanyl; thienyl; tetrahydrothienyl; pyrrolyl; pyrrolidinyl; oxazolyl; oxazolidinyl; isoxazolyl; isoxazolidinyl; thiazolyl; thiazolidinyl; isothiazolyl; isothiazolidinyl; pyrazolyl; pyrazolidinyl; oxadiazolyl; thiadiazolyl; imidazolyl; imidazolidinyl; pyridinyl; pyrazinyl; pyrimidinyl; pyridazinyl; piperidinyl; piperazinyl; triazolyl; triazinyl; tetrazolyl; pyranyl; azetidinyl; morpholinyl, parathiazinyl; indolyl; indolinyl; benzo[*b*]furanyl; 2,3-dihydrobenzofuranyl; 2-*H*-chromenyl; chromanyl; benzothienyl; 1-*H*-indazolyl; benzimidazolyl; benzoxazolyl; benzisoxazolyl; benzthiazolyl; quinolinyl; isoquinolinyl; phthalazinyl; quinazolinyl; quinoxalinyl; and purinyl~~; wherein said phenyl or benzyl ~~aryl and heterocyclyl~~ moieties are each independently substituted with 0 to 2 substituents R^{14} ;

~~— where —~~

--R^{14} is a member selected from the group consisting of $-(C_1-C_4)$ alkyl; $-(C_3-C_7)$ cycloalkyl; phenyl; and benzyl; ~~pyridyl; and quinolinyl;~~ where said alkyl, cycloalkyl, phenyl, or benzyl~~, pyridyl, or quinolinyl~~ is substituted by 0, 1, or 2 substituents –F, –Cl, $-CH_3$, $-OR^{16}$, $-NO_2$, –CN, or $-NR^{16}R^{17}$; and said R^{14} group further consists of –F; -Cl; $-CF_3$; oxo (=O); $-OR^{16}$; $-NO_2$; –CN; $-C(=O)OR^{16}$; $-O-C(=O)R^{16}$; $-C(=O)NR^{16}R^{17}$; $-O-C(=O)NR^{16}R^{17}$; $-NR^{16}R^{17}$; $-NR^{16}C(=O)R^{17}$; $-NR^{16}C(=O)OR^{17}$; $-NR^{16}S(=O)_2R^{17}$; or $-S(=O)_2NR^{16}R^{17}$; ~~where R^{16} and R^{17} have the same meanings as defined above;~~

~~— and further where —~~

~~--R^{15} is a member independently selected from the group consisting of –H; $NR^{16}R^{17}$; $-C(=O)R^{16}$; $-OR^{16}$; $-(C_1-C_4)$ alkyl-OR^{16}; $-C(=O)OR^{16}$; $-(C_1-C_2)$ alkyl-$C(=O)OR^{16}$; $-C(=O)NR^{16}R^{17}$; $-(C_1-C_4)$ alkyl; $-(C_2-C_4)$ alkenyl; $-(CH_2)_u-(C_3-C_7)$ cycloalkyl where u is 0, 1 or 2; phenyl; and benzyl; pyridyl; and quinolinyl; wherein said alkyl, alkenyl, alkoxy, cycloalkyl, phenyl, or benzyl, pyridyl or quinolinyl is substituted with 0 to 3 substituents R^{12}; where R^{16} and R^{17} have the same meanings as defined above; and~~

~~— where —~~

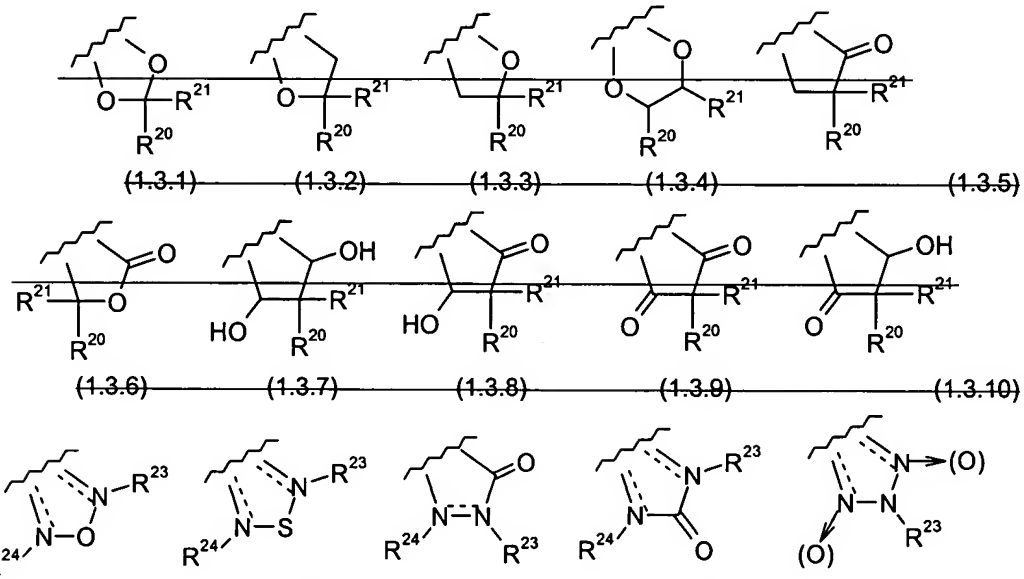
----R^{12} is a member independently selected from the group consisting of –F; –Cl; $-CO_2R^{18}$; $-OR^{16}$; –CN; $-C(=O)NR^{18}R^{19}$; $-NR^{18}R^{19}$; $-NR^{18}C(=O)R^{19}$; $-NR^{18}C(=O)OR^{19}$; $-NR^{18}S(=O)_pR^{19}$; $-S(=O)_pNR^{18}R^{19}$~~, where p is 1 or 2~~; $-(C_1-C_4)$ alkyl; and $-(C_1-C_4)$ alkoxy in the case where R^{12} has the meaning of $-OR^{16}$ above and R^{16} is defined as $-(C_1-C_4)$ alkyl; wherein said alkyl and alkoxy are each independently substituted with 0 to 3 substituents independently selected from –F; –Cl; $-(C_1-C_2)$ alkoxycarbonyl; $-(C_1-C_2)$ alkylcarbonyl; and $-(C_1-C_2)$ alkylcarbonyloxy; where R^{16} has the same meaning as defined above; and

— where —

-----R^{18} and R^{19} are independently selected from the group consisting of –H; $-(C_1-C_4)$ alkyl; and phenyl; where said alkyl or phenyl is substituted by 0-3 of –F; or –Cl;

~~— or in the case where Q' is phenyl —~~

-*(d)* R^5 and R^6 are taken together to form a moiety which is a member selected from the group consisting of partial Formulas (1.3.11) through (1.3.15) ~~(1.3.1) through (1.3.15)~~:



~~(1.3.1)~~ ~~(1.3.2)~~ ~~(1.3.3)~~ ~~(1.3.4)~~ ~~(1.3.5)~~

~~(1.3.6)~~ ~~(1.3.7)~~ ~~(1.3.8)~~ ~~(1.3.9)~~ ~~(1.3.10)~~

(1.3.11) (1.3.12) (1.3.13) (1.3.14) (1.3.15)

— wherein —

~~R^{20} and R^{24} are each a member independently selected from the group consisting of H; F; Cl; CH_3; CH_2F; CHF_2; CF_3; OCH_3; and OCF_3;~~

--R^{23} and R^{24} are each independently –H; $-CH_3$; $-OCH_3$; $-CH_2CH_3$; $-OCH_2CH_3$; $-CH_2CH_2CH_3$; $-CH_2(CH_3)_2$; $-CH_2CH_2CH_2CH_3$; $-CH(CH_3)CH_2CH_3$; $-CH_2CH(CH_3)_2$; $-C(CH_3)_3$; or absent, in which case the dashed line – – – – represents a double bond;

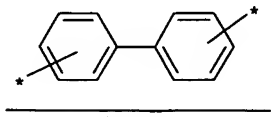
-~~Q'~~ is phenyl ~~a moiety comprising a saturated or unsaturated carbon ring system that is a 3- to 7-membered monocyclic, or that is a 7- to 12-membered, fused polycyclic; provided that Q' is not a discontinuous or restricted biaryl moiety as defined under Q^a below; and wherein optionally one carbon atom of said carbon ring system may be replaced by a heteroatom selected from N, O, and S; where optionally a second carbon atom thereof, and further optionally a third carbon atom thereof may be replaced by N~~;

— wherein —

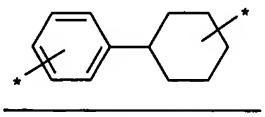
said phenyl ~~moiety defining Q'~~ is substituted ~~on any ring or rings thereof~~ by R^4, R^5 and R^6, which have the same meaning as defined above;

-~~Q^2~~ is ~~a discontinuous or restricted biaryl moiety consisting of a saturated or unsaturated carbon ring system that is a 3- to 7-membered monocyclic, or that is a 7- to 12-membered, fused polycyclic; wherein optionally one carbon atom of said carbon ring system~~

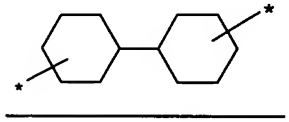
may be replaced by a heteroatom selected from N, O, and S; where optionally a second carbon atom thereof, and further optionally a third carbon atom thereof may be replaced by N;



(1.2.1)

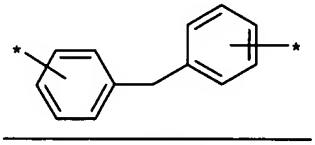


(1.2.3)



(1.2.5)

or

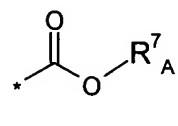


(1.2.9)

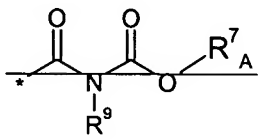
-Z is a member independently selected from the group consisting of

the following

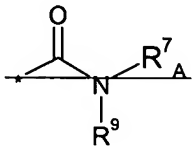
~~(a) the group consisting of partial Formulas (1.1.1) through (1.1.15):~~



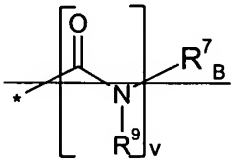
(1.1.1)



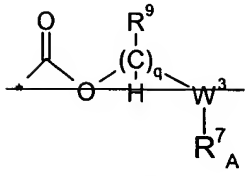
(1.1.2)



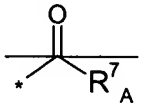
(1.1.3)



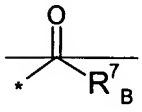
(1.1.4)



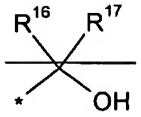
(1.1.5)



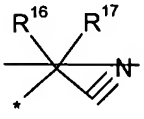
(1.1.6)



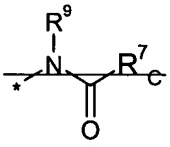
(1.1.7)



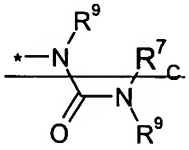
(1.1.8)



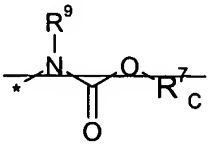
(1.1.9)



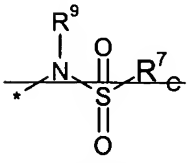
(1.1.10)



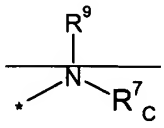
(1.1.11)



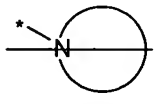
(1.1.12)



(1.1.13)



(1.1.14)



(1.1.15)

wherein

where R^{16} and R^{17} have the same meanings as defined above; and R^9 has the same meaning as defined below;

--"*" indicates the point of attachment of each partial Formula (1.1.1) through (1.1.15) to the remaining portion of Formula (1.0.0);

--q is 1, 2, or 3, provided that where q is 2 or 3, R^9 has the meaning of –H in at least one instance, or two instances, respectively;

--v 0 or 1;

--W^3 is –O–; –N(R^9)–, where R^9 has the same meaning as defined below; or –OC(=O)–;

--$R^7{}_A$ is a member independently selected from the group consisting of

— the following: —

--*(1)* –H;

--*(2)* –(C_1-C_6) alkyl; –(C_2-C_6) alkenyl; or –(C_2-C_6) alkynyl; where said alkyl, alkenyl or alkynyl is substituted by 0 to 3 substituents R^{10}, where R^{10} has the same meaning as defined above;

--*(3)* –$(CH_2)_u$-(C_3-C_7) cycloalkyl; where u is 0, 1 or 2; and further where said (C_3-C_7) cycloalkyl is substituted by 0 to 3 substituents R^{10} where R^{10} has the same meaning as defined above;

— and —

--*(4)* phenyl or benzyl, where said phenyl or benzyl is independently substituted by 0 to 3 substituents R^{10} where R^{10} has the same meaning as defined above;

--$R^7{}_B$ is a member independently selected from the group consisting of

— the following: —

--*(1)* tetrazol-5-yl; 1,2,4-triazol-3-yl; 1,2,4-triazol-3-on-5-yl; 1,2,3-triazol-5-yl; imidazol-2-yl; imidazol-4-yl; imidazolidin-2-on-4-yl; 1,3,4-oxadiazolyl; 1,3,4-oxadiazol-2-on-5-yl; 1,2,4-oxadiazol-3-yl; 1,2,4-oxadiazol-5-on-3-yl; 1,2,4-oxadiazol-5-yl; 1,2,4-oxadiazol-3-on-5-yl; 1,2,5-thiadiazolyl; 1,3,4-thiadiazolyl; morpholinyl; parathiazinyl; oxazolyl; isoxazolyl; thiazolyl; isothiazolyl; pyrrolyl; pyrazolyl; succinimidyl; glutarimidyl; pyrrolidonyl; 2-piperidonyl; 2-pyridonyl; 4-pyridonyl; pyridazin-3-onyl; pyridyl; pyrimidinyl; pyrazinyl; pyridazinyl;

— and —

--*(2)* indolyl; indolinyl; isoindolinyl; benzo[*b*]furanyl; 2,3-dihydrobenzofuranyl; 1,3-dihydroisobenzofuranyl; 2*H*-1-benzopyranyl; 2-*H*-chromenyl; chromanyl; benzothienyl; 1*H*-indazolyl; benzimidazolyl; benzoxazolyl; benzisoxazolyl; benzothiazolyl; benzotriazolyl;

benzotriazinyl; phthalazinyl; 1,8-naphthyridinyl; quinolinyl; isoquinolinyl; quinazolinyl; quinoxalinyl; pyrazolo[3,4-*d*]pyrimidinyl; pyrimido[4,5-*d*]pyrimidinyl; imidazo[1,2-*a*]pyridinyl; pyridopyridinyl; pteridinyl; and 1*H*-purinyl;

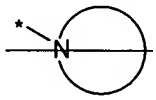
where

any moiety recited in *(1)* or *(2)* above is optionally substituted with respect to *(i)* any one or more carbon atoms thereof optionally by a substituent R^{14} where R^{14} has the same meaning as defined above; *(ii)* any one or more nitrogen atoms thereof that is not a point of attachment of said moiety, optionally by a substituent R^{15} where R^{15} has the same meaning as defined above, and all tautomer forms thereof; and *(iii)* any sulfur atom thereof that is not a point of attachment of said moiety, by 0, 1, or 2 oxygen atoms;

R^9 is a member selected from the group consisting of –H; $-(C_1-C_4)$ alkyl; $-(C_3-C_7)$ cycloalkyl; phenyl; benzyl; pyridyl; $-C(=O)OR^{16}$; $-C(=O)R^{16}$; $-OR^{16}$; $-(C_1-C_2)$ alkyl-OR^{16}; and $-(C_1-C_2)$ alkyl-$C(=O)OR^{16}$; where R^{16} has the same meaning as defined above;

$R^7{}_C$ is a member independently selected from the group consisting of the meanings of $R^7{}_A$ and the meanings of $R^7{}_B$ defined above;

and further wherein



(1.1.15)

comprises a saturated or unsaturated, 4- to 8-membered monocyclic, or 5- to 10-membered fused or open bicyclic, carbocyclic ring system containing a nitrogen heteroatom as shown in partial Formula (1.1.15); wherein optionally from 1 to 3 carbon atoms of said carbocyclic ring system may be individually replaced by a nitrogen heteroatom; or optionally 1 carbon atom thereof may be replaced by an oxygen heteroatom or by a sulfur heteroatom; or optionally 2 carbon atoms thereof may be individually replaced by a nitrogen heteroatom and an oxygen heteroatom, or by a nitrogen heteroatom and a sulfur heteroatom;

where

any moiety of partial Formula (1.1.15) recited above is optionally substituted with respect to *(1)* any one or more carbon atoms thereof, by a substituent R^{14} where R^{14} has the same meaning as defined above; *(2)* any one or more nitrogen atoms thereof by a substituent R^{15} where R^{15} has the same meaning as defined above, and all tautomer forms, and optionally N-oxide forms thereof; or *(3)* any sulfur atom thereof by 0, 1, or 2 oxygen atoms;

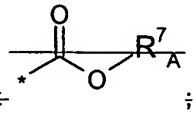
and Z is further selected from

(b) a moiety comprising a member selected from the group consisting of $-O-P(=O)(OH)_2$ (phosphoric); $-PH(=O)OH$ (phosphinic); $-P(=O)(OH)_2$ (phosphonic);

~~[P(=O)(OH)-O(C$_1$-C$_4$) alkyl] (alkylphosphono); -P(=O)(OH)-O(C$_1$-C$_4$) alkyl) (alkylphosphinyl); -P(=O)(OH)NH$_2$ (phosphoramido); -P(=O)(OH)NH(C$_1$-C$_4$) alkyl and -P(=O)(OH)NHR^{25} (substituted phosphoramido); -O-S(=O)$_2$OH (sulfuric); -S(=O)$_2$OH (sulfonic); -S(=O)$_2$NHR^{26} or -NHS(=O)$_2$R^{26} (sulfonamido) where R^{26} is -CH$_3$, -CF$_3$, or o-toluyl; and acylsulfonamido selected from the group consisting of -C(=O)NHS(=O)$_2$R^{25}; -C(=O)NHS(=O)$_2$NH$_2$; -C(=O)NHS(=O)$_2$(C$_1$-C$_4$) alkyl; -C(=O)NHS(=O)$_2$NH(C$_1$-C$_4$) alkyl; -C(=O)NHS(=O)$_2$N[(C$_1$-C$_4$) alkyl]$_2$; -S(=O)$_2$NHC(=O)(C$_1$-C$_4$) alkyl; -S(=O)$_2$NHC(=O)NH$_2$; -S(=O)$_2$NHC(=O)NH(C$_1$-C$_4$) alkyl; -S(=O)$_2$NHC(=O)N[(C$_1$-C$_4$) alkyl]$_2$; -S(=O)$_2$NHC(=O)R^{25}; -S(=O)$_2$NHCN; -S(=O)$_2$NHC(=S)NH$_2$; -S(=O)$_2$NHC(=S)NH(C$_1$-C$_4$) alkyl; -S(=O)$_2$NHC(=S)N[(C$_1$-C$_4$) alkyl]$_2$; and -S(=O)$_2$NHS(=O)$_2$R^{25};~~

~~— where —~~

~~-R^{25} is -H; -(C$_1$-C$_4$) alkyl; phenyl; or -OR^{18}, where R^{18} has the same meaning as defined above;~~

~~provided that when Q^1 is phenyl, R^5 and R^6 are taken together to form a moiety which is a member selected from the group consisting of partial Formulas (1.3.1), (1.3.2), (1.3.3) and (1.3.6), g is 0 and Q^2 is biphenyl, then Z is not~~  ~~;~~

~~— or —~~

a pharmaceutically acceptable salt thereof.

2. - 5. (Canceled)

6. (Currently amended) A compound according to Claim 1 wherein ~~Q^1 is phenyl or pyridyl; ◇◇~~ Q^2 is biphenyl~~, 3-phenyl-pyridine, cyclohexyl-benzene, [2,2']bipyridinyl, bicyclohexyl, naphthalene, or biphenylene~~; ~~◇◇ j is 1; ◇◇~~ m is 0 or 1; and ◇◇ n is 1~~; ◇◇ Z is a moiety selected from partial Formulas (1.1.1) through (1.1.3), (1.1.5), (1.1.6), and (1.1.10) through (1.1.14) where R^7_A is (a) -H, or -CH$_3$ substituted by 0-3 R^{10} where R^{10} is -F; or is -CH$_3$ substituted by 0 or 1 R^{10} where R^{10} is -CN, -OR^{16} where R^{16} is -CH$_3$ or -CH$_2$CH$_3$, or -NR^{16}R^{17} or -NR^{16}C(=O)R^{17} where R^{16} and R^{17} are -H or -CH$_3$; (b) cyclopropyl, cyclobutyl, cyclopentyl, or cyclohexyl; or (c) phenyl or benzyl substituted by 0-2 R^{10} where R^{10} is -F, -Cl, -CF$_3$, -CH$_3$, -CH$_2$OH, -SCH$_3$, -CN, -NO$_2$, -OR^{16}, or -NR^{16}R^{17} where R^{16} and R^{17} are -H, -CH$_3$, or -CH$_2$CH$_3$; ◇◇ R^9 is -H or -CH$_3$; ◇◇ W^1 is -O-; ◇◇ g is 1 and W^2 is -O- or -CR^{29}R^{30} where R^{29} and R^{30} are both -H, or g is 0 and W^2 is thus absent; ◇◇ Y is =C(R^1_a) -; ◇◇ R^1_a is -H, or -F; ◇◇ R^A and R^B are independently -H or -CH$_3$; or R^A and R^B are taken together to form a -(C$_3$-C$_7$) cycloalkyl spiro moiety; ◇◇ one of R^C and R^D is -H and the other is -H or -CH$_3$; ◇◇ R^1~~

~~and R^2 are -H, -F, or $-OCH_3$; ◇◇ R^3 is -H or $-CH_3$; and ◇◇ R^4, R^5 and R^6 are -H provided that R^5 and R^6 are not both -H at the same time, -F, -Cl, $-OCH_3$, -CN; $-NO_2$, or $-C(=O)R^3$ or $-C(=O)OR^3$ where R^3 is $-CH_3$; or R^5 and R^6 are taken together to form a moiety of partial Formula (1.3.1), (1.3.2), (1.3.3), (1.3.4), (1.3.11), (1.3.12), or (1.3.15)~~ .

7. - 12. (Canceled)

13. (Currently amended) A compound according to Claim 1 wherein said compound is a member selected from the group consisting of the following:

[4'-({[2-(Benzo[2,1,3]thiadiazol-5-yloxy)-pyridine-3-carbonyl]-amino}-methyl)-biphenyl-4-yloxy]-acetic acid;

[4'-({[2-(Benzo[2,1,3]oxadiazol-5-yloxy)-pyridine-3-carbonyl]-amino}-methyl)-biphenyl-4-yloxy]-acetic acid;

~~[4'-({[2-(Benzo[1,3]dioxol-5-yloxy)-pyridine-3-carbonyl]-amino}-methyl)-biphenyl-4-yloxy]-acetic acid;~~

~~(±)-2-[4'-({[2-(Benzo[1,3]dioxol-5-yloxy)-pyridine-3-carbonyl]-amino}-methyl)-2-fluoro-biphenyl-4-yloxy]-propionic acid;~~

~~(±)-2-(Benzo[1,3]dioxol-5-yloxy)-N-(2'-fluoro-4'[1-(1H-tetrazol-5-yl)-ethoxy]-biphenyl-4-ylmethyl)-nicotinamide;~~

~~(±)-2-[4'-({[2-(Benzo[1,3]dioxol-5-yloxy)-pyridine-3-carbonyl]-amino}-methyl)-3'-fluoro-biphenyl-2-yloxy]-propionic acid;~~

~~(±)-2-(Benzo[1,3]dioxol-5-yloxy)-N-(2'-fluoro-4'[1-(5-methyl-4H-[1,2,4]triazol-3-yl)-ethoxy]-biphenyl-4-ylmethyl)-nicotinamide;~~

~~(±)-N-[4'-(1-Carbamoyl-ethoxy)-2'-fluoro-biphenyl-4-ylmethyl]-2-(3-cyano-phenoxy)-nicotinamide;~~

~~(±)-2-[2,3'-Difluoro-4'-({[2-(3-methoxy-phenoxy)-pyridine-3-carbonyl]-amino}-methyl)-biphenyl-4-yloxy]-propionic acid;~~

~~2-(Benzo[1,3]dioxol-5-yloxy)-N-(4'-carbamoylmethyl-3-fluoro-biphenyl-4-ylmethyl)-nicotinamide;~~

~~2-(Benzo[1,3]dioxol-5-yloxy)-N-(4'-[(2-cyano-benzoylamino)-methyl]-2'-fluoro-biphenyl-4-ylmethyl)-5-fluoro-nicotinamide;~~

~~Pyridine-2-carboxylic acid (3'-fluoro-4'-{[2-(4-fluoro-phenoxy)-nicotinamide]-methyl}-biphenyl-4-ylmethyl)-amide;~~

~~2-(Benzo[1,3]dioxol-5-yloxy)-N-{2'-fluoro-4'-[1-methyl-1-(1H-tetrazol-5-yl)-ethyl]-biphenyl-4-ylmethyl}-nicotinamide;~~

~~5-Fluoro-N-(3-fluoro-4'-{[(5-methyl-4H-[1,2,4]triazole-3-carbonyl)-amino]-methyl}-biphenyl-4-ylmethyl)-2-(3-methoxy-phenoxy)-nicotinamide;~~

~~2-(Benzo[1,3]dioxol-5-yloxy)-N-{2'-fluoro-4'-[(2-methoxy-benzoylamino)-methyl]-biphenyl-4-ylmethyl}-nicotinamide;~~

~~N-[4'-(1,3-Dioxo-1,3-dihydro-isoindol-2-ylmethyl)-2'-fluoro-biphenyl-4-ylmethyl]-2-(4-fluoro-phenoxy)-nicotinamide;~~

~~N-(2'-Fluoro-4'-{[(3H-imidazole-4-carbonyl)-amino]-methyl}-biphenyl-4-ylmethyl)-2-(3-nitro-phenoxy)-nicotinamide;~~

~~(±)-3-[4'-({[2-(3-Chloro-4-fluoro-phenoxy)-pyridine-3-carbonyl]-amino}-methyl)-2-fluoro-biphenyl-4-yloxy]-butyric acid;~~

~~2-[4'-({[2-Benzo[2,1,3]thiadiazol-5-yloxy)-pyridine3-carbonyl]-amino}-methyl)-2-fluoro-biphenyl-4-yl]-2-methyl-propionic acid;~~

(±)-2-[4'-({[2-(Benzo[2,1,3]oxadiazol-5-yloxy)-pyridine-3-carbonyl]-amino}-methyl)-2-fluoro-biphenyl-4-yloxy]-propionic acid; and

(±)-2-[3'-Fluoro-4'-({[2-(2-methyl-2H-benzotriazol-5-yloxy)-pyridine-3-carbonyl]-amino}-methyl)-biphenyl-4-yloxy]-propionic acid;

~~2-(3-Cyano-phenoxy)-N-{2'-fluoro-4'[(pyridin-2-ylmethyl)-carbamoyl]-biphenyl-4-ylmethyl}-nicotinamide;~~

~~2-(Benzo[1,3]dioxol-5-yloxy)-N-{2'-fluoro-4'-[(quinolin-2-ylmethyl)-carbamoyl]-biphenyl-4-ylmethyl}-nicotinamide;~~

~~5-Fluoro-2-(4-fluoro-phenoxy)N-[3-fluoro-3'-(1H-tetrazol-5-yl)-biphenyl-4-ylmethyl]-nicotinamide;~~

~~N-{3-Fluoro-4'-[(1-hydroxy-pyridin-2-ylmethyl)-carbamoyl]-biphenyl-4-ylmethyl}-2-(3-methoxy-phenoxy)-nicotinamide;~~

~~(±)-N-[3-Fluoro-4'-(2-hydroxy-1,2-dimethyl-propoxy)-biphenyl-4-ylmethyl]-2-(4-fluoro-phenoxy)-nicotinamide;~~

~~N-[2'-Fluoro-4'-(1-hydroxy-1-methyl-ethyl)-biphenyl-4-ylmethyl]-2-(4-fluoro-phenoxy)-nicotinamide; and~~

~~2-(3-Chloro-4-fluoro-phenoxy)-N-[4'-(pyridin-2-ylmethoxy)-biphenyl-4-ylmethyl]-nicotinamide~~.

14. - 18. (Canceled)

19. (Withdrawn) A method of treating a disease, disorder or condition mediated by the PDE4 isozyme in a mammal, said method comprising administering to said mammal in need of such mediation, a therapeutically effective amount of a compound of Claim 1 or a pharmaceutically acceptable salt thereof.

20. (Withdrawn) A method of claim 19 wherein said PDE4 isozyme is the PDE4-D subtype isozyme.

21. (Withdrawn) A method of claim 19 wherein said disease, disorder or condition is atopic asthma; non-atopic asthma; allergic asthma; bronchial asthma; essential asthma; true asthma; intrinsic asthma caused by pathophysiologic disturbances; extrinsic asthma caused by environmental factors; essential asthma of unknown or inapparent cause; bronchitic asthma; emphysematous asthma; exercise-induced asthma; occupational asthma; infective asthma caused by bacterial, fungal, protozoal or viral infection; non-allergic asthma; incipient asthma; or wheezy infant syndrome.

22. (Withdrawn) A method of claim 19 wherein said disease, disorder or condition is chronic or acute bronchoconstriction; chronic bronchitis; small airways obstruction; emphysema; pneumoconiosis; chronic eosinophilic pneumonia; chronic obstructive pulmonary disease; adult respiratory distress syndrome; or exacerbation of airways hyper-reactivity consequent to other drug therapy.

23. (Withdrawn) A method of claim 22 wherein said chronic obstructive pulmonary disease is characterized by irreversible, progressive airways obstruction.

24. (Withdrawn) A method of claim 22 wherein said pneumonconiosis is aluminosis; bauxite workers' disease; anthracosis; miners' disease; asbestosis; steam-fitters' asthma; chalicosis; flint disease; ptilosis caused by inhaling the dust from ostrich feathers; siderosis caused by the inhalation of iron particles; silicosis; grinders' disease; byssinosis; cotton-dust asthma; or talc pneumoconiosis.

25. (Withdrawn) A method of claim 19 wherein said disease, disorder or condition is bronchitis; acute bronchitis; chronic bronchitis; acute laryngotracheal bronchitis; arachidic bronchitis; catarrhal bronchitis; croupus bronchitis; dry bronchitis; infectious asthmatic bronchitis; productive bronchitis; staphylococcus bronchitis; streptococcal bronchitis; or vesicular bronchitis.

26. (Withdrawn) A method of claim 19 wherein said disease, disorder or condition is bronchiectasis; cylindric bronchiectasis; sacculated bronchiectasis; fusiform brochiectasis; capillary bronchiectasis; cystic bronchiectasis; dry bronchiectasis or follicular bronchiectasis.

27. (Withdrawn) A method of claim 19 wherein said disease, disorder or condition is seasonal allergic rhinitis; perennial allergic rhinitis; sinusitis; purulent sinusitis; nonpurulent sinusitis; acute sinusitis; chronic sinusitis; ethmoid sinusitis; frontal sinusitis; or sphenoid sinusitis.